

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

In re:)	
PHARMACEUTICAL INDUSTRY)	
AVERAGE WHOLESALE PRICE)	MDL No. 1456
LITIGATION)	
)	Civil Action No. 01-12257-PBS
_____)	
)	Subcategory No. 06-11337
THIS DOCUMENT RELATES TO:)	
)	
<i>United States ex rel Ven-A-Care of the</i>)	
<i>Florida Keys, Inc. v. Schering Corporation,</i>)	Hon. Patti B. Saris
<i>Schering-Plough Corporation and</i>)	
<i>Warrick Pharmaceuticals Corporation</i>)	
Civil Action No. 09-CV-10547)	
 <i>United States ex rel Ven-A-Care of the</i>)	
<i>Florida Keys, Inc. v. Schering Corporation,</i>)	
<i>Schering-Plough Corporation and</i>)	
<i>Warrick Pharmaceuticals Corporation</i>)	
Civil Action No. 00-10698)	

**COMMONWEALTH OF MASSACHUSETTS' MOTION
TO INTERVENE FOR THE LIMITED PURPOSE OF OBJECTING
TO THE VEN-A-CARE/SCHERING/WARRICK SETTLEMENT AGREEMENT**

Now comes the Commonwealth of Massachusetts (the "Commonwealth"), pursuant to Fed.R.Civ.P. 24, and moves to intervene in these two civil actions, for the limited purpose of objecting to the Settlement Agreement and Release (Dkt. No. 6173-2) and proposed Order Approving Settlement and Dismissal with Prejudice (Dkt. No. 6173-3) which the parties have filed in these cases. A copy of the Commonwealth's Objections is attached as Exhibit A.

As set forth more fully in the Memorandum filed in support of this motion, the Commonwealth of Massachusetts has a civil action pending in this Court against Warrick Pharmaceuticals Corporation (C.A. No. 03-11865-PBS), which will be adversely effected if the Settlement Agreement and Release is approved and the proposed Order is entered.

The Commonwealth seeks to intervene as of right, or, in the alternative, as a matter of the Court's discretion.

Respectfully submitted,

Martha Coakley
Attorney General

By: /s/Peter A. Mullin
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Dated: July 22, 2009

L.R.7.1 (A)(2) Certification

I here certify that I have conferred with counsel for Ven-A-Care of the Florida Keys, Inc. and Warrick Pharmaceuticals Corporation in a good faith effort to resolve or narrow the issues raised by this motion.

/s/Peter A. Mullin
Peter A. Mullin
Assistant Attorney General

Certificate of Service

I hereby certify I have caused a copy of the foregoing Motion to be served on counsel for each other party in these actions by filing it electronically in the Court's CM/ECF system, this 22nd day of July, 2009.

/s/Peter A. Mullin
Peter A. Mullin
Assistant Attorney General